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December 28, 2023

**VIA ECF AND EMAIL**

The Honorable Sean H. Lane  
United States Bankruptcy Court for the  
Southern District of New York  
300 Quarropas Street  
White Plains, New York 10601-4140  
shl.orders@nysb.uscourts.gov

Re: *In re Genesis Global Holdco, LLC, et al.*, Case No. 23-10063 (SHL)

Dear Judge Lane:

We write on behalf of Gemini Trust Company, LLC (“Gemini”) to request a conference to address the Confirmation Timeline and Discovery Schedule (the “Timeline”) set forth in the Court’s December 6, 2023 Disclosure Statement Order.<sup>1</sup> Because the Debtors have refused to provide information necessary for Gemini to serve discovery relevant to its anticipated objection to the Plan, and have refused to exercise their discretion under Paragraph 5 of the Disclosure Statement Order to meaningfully extend the deadline, Gemini is unable to comply with certain of the Timeline deadlines, including the December 28, 2023 deadline to serve requests for production and notice fact discovery depositions and/or serve testimonial subpoenas.

Gemini therefore seeks a conference to address the scheduling issues created by the Debtors’ refusal to provide information related to the identities of the members of the Ad Hoc Group of Genesis Lenders (the “AHG”), which is preventing Gemini from propounding discovery on those members. Gemini anticipates objecting to the Plan on several grounds directly related to the AHG and its members, including that the Plan (i) abandons realizable value from the Debtors’ estates by releasing Preference Claims against AHG members that vote to accept the plan; (ii) proposes to provide releases to the AHG members without a showing of adequate contribution to the Debtors’ estates, and (iii) reduces potential creditor recoveries by agreeing to pay the AHG Restructuring Expenses as Allowed Administrative Expense Claims.

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1. The Order Authorizing Debtors’ Motion to Approve (I) the Adequacy of Information in the Disclosure Statement, (II) Solicitation and Voting Procedures, (III) Forms of Ballots, Notices and Notice Procedures in Connection Therewith, and (IV) Certain Dates with Respect Thereto (ECF No. 1027). Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Disclosure Statement Order.

Gemini believes that the AHG members have information relevant to Gemini's anticipated objection. The Debtors, however, have refused to identify the members of the AHG, even under the highest confidentiality designation provided in the Court's April 20, 2023 Stipulation and Confidentiality Agreement and Protective Order (ECF No. 238).

Gemini has attempted to obtain the identities of the AHG members numerous times through multiple avenues in order to meet the Timeline deadlines. Gemini also requested that the Debtors exercise discretion to extend the deadline for the limited purpose of Gemini's AHG member discovery. The Debtors initially refused, then agreed to extend the deadline by one day, to December 28, 2023.

As early as December 4, 2023, Gemini sought the identities of the individual members of the AHG for the purpose of propounding discovery on those individuals in connection with Plan discovery. Counsel for the AHG stated that they did not represent the individual AHG members and could not disclose the members' identities, but suggested that the Debtors might be willing to provide Gemini with the information.

On December 13, 2023, Gemini sent a letter to Debtors requesting the identities of the AHG members, while also serving (prior to the deadline) its notice of intent to object to the Plan. The Debtors did not respond. On December 18, 2023, Gemini followed up on its request. Again, the Debtors did not respond.

On December 20, 2023, Gemini served discovery requests on the Debtors (again, well in advance of the specified deadline), and requested to confer regarding the Timeline in light of the Debtors' refusal to provide the requested information. The Debtors responded, stating that Gemini should seek the information from the AHG's counsel.

On December 22, 26, 27, and 28, 2023, the parties conferred, but were unable to resolve the matter, despite the Debtors acknowledging that they are in possession of the requested information. Both the Debtors and the AHG have taken the position—without having seen discovery directed to any AHG member—that the discovery that Gemini may seek from the AHG members is irrelevant to Gemini's anticipated objection, and that they therefore need not provide the identities of the members.

Most recently, after 4:00 pm today, just hours left before the deadline to serve discovery, counsel for the AHG offered to provide the names of members of the AHG Steering Committee, but no other AHG members and stating that they were not authorized to accept service of any discovery requests.

Because the Debtors and AHG counsel have refused to provide the requested information, it is impossible for Gemini to meet today's deadline to serve discovery on AHG members, in particular because many AHG members are located outside the United States. Further delay in providing the requested information also threatens other deadlines in the Timeline, including the January 24, 2024 deadline to complete fact depositions and discovery and the January 29, 2024 deadline to file Plan confirmation objections.

Sincerely,

*/s Carl W. Mills*

Carl W. Mills

cc: All Counsel of Record via ECF